

**NEWMAN, COMLEY & RUTH**

PROFESSIONAL CORPORATION

ATTORNEYS AND COUNSELORS AT LAW

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ROBERT K. ANGSTEAD  
MARK W. COMLEY  
CATHLEEN A. MARTIN  
STEPHEN G. NEWMAN  
JOHN A. RUTH  
ALICIA EMBLEY TURNER

May 16, 2002

The Honorable Dale Hardy Roberts  
Secretary/Chief Regulatory Law Judge  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102-0360

Re: BROADVIEW NP ACQUISITION CORP., D/B/A BROADVIEW NET PLUS  
Case No. ~~XA~~<sup>M</sup>-2002-1030

Dear Judge Roberts:

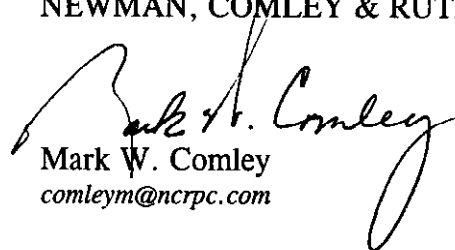
Enclosed for filing please find the original and eight copies of Exhibit A and Exhibit B. At the time the application was filed on April 18, 2002, I indicated these exhibits would be filed as soon as they were available. I request that the application be supplemented with the enclosed exhibits.

Please contact me if you have any questions concerning this filing. Thank you.

Very truly yours,

NEWMAN, COMLEY & RUTH P.C.

By:

  
Mark W. Comley  
comleym@ncrpc.com

MWC:ab

Enclosure

cc: Office of Public Counsel  
General Counsel's Office  
Erin Weber Emmott

# **EXHIBIT A**

## **Certificate of Corporate Authority**

**(To be late filed)**



State of Missouri  
Matt Blunt, Secretary of State

Corporations Division  
P.O. Box 778, Jefferson City, MO 65102

James C. Kirkpatrick State Information Center  
600 W. Main Street, Rm 322, Jefferson City, MO 65101

FILED

APR 23 2002

Application for Certificate of Authority  
For a Foreign For-Profit Corporation  
(Submit in duplicate with filing fee of \$155.00)

*Matt Blunt*  
SECRETARY OF STATE

1. The corporation's name is Broadview NP Acquisition Corp.  
and it is organized and existing under the laws of Delaware
2. The name it will use in Missouri is \_\_\_\_\_
3. The date of its incorporation was September 5, 2000, and the period of its duration is Perpetual  
month/day/year
4. The address of its principal place of business 59 Maiden Lane, 27th Floor New York, New York 10038  
Address City/State/Zip
5. The name and address of its registered agent and office in the State of Missouri is  
CSC-Lawyers Incorporating Service Company 321 Bolivar Street Jefferson City, MO 65101  
Name Address City/State/Zip
6. The specific purpose(s) of its business in Missouri are:  
To provide provisions for telecommunication services
7. The name of its officers and directors and their business addresses are as follows:  
(Officers)                      Name                      Address                      City/State/Zip  
  
President      see attached rider  
Vice President      \_\_\_\_\_  
Secretary      \_\_\_\_\_  
Treasurer      \_\_\_\_\_  
  
(Board of Directors)  
Director      see attached rider  
Director      \_\_\_\_\_  
Director      \_\_\_\_\_
8. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as follows:  
\_\_\_\_\_  
(Date may not be more than 90 days after the filing date in this office)

In affirmation thereof, the facts stated above are true.

*Kenneth A. Shulman*      Kenneth A. Shulman      Executive Vice President      4/18/02  
(Authorized Signature)      (Printed Name)      (Title)      (Date)

Note: You must submit current original certificate of good standing or certificate of existence with this application. This may be obtained from your Secretary of State or other authority that issues corporate charters.

## **BROADVIEW NP ACQUISITION CORP.**

### **OFFICERS/DIRECTORS**

#### **List of Officers**

**Name and title:** Vern M. Kennedy, President, CEO  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name and title:** Joel D. Gross, Chief Financial Officer, Executive Vice President Strategic Planning and Corporate Development  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name and title:** Terrence J. Anderson, Secretary, Executive Vice President-Finance  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name and title:** Kenneth A. Shulman, Chief Technology Officer, Executive Vice President-Wholesale  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

#### **List of Directors**

**Name:** Vern M. Kennedy  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name:** Terrence J. Anderson  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name:** Joel D. Gross  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

**Name:** Kenneth A. Shulman  
**Bus. Addr.:** 27<sup>th</sup> Floor, 59 Maiden Lane  
New York, New York 10038

No. F00508120

# STATE OF MISSOURI



Matt Blunt  
Secretary of State

## CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

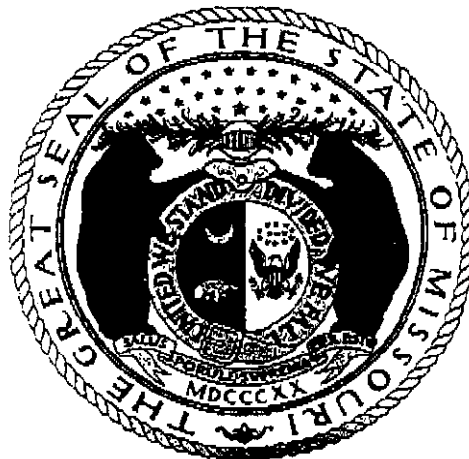
WHEREAS,  
BROADVIEW NP ACQUISITION CORP.

using in Missouri the name  
BROADVIEW NP ACQUISITION CORP.

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of DELAWARE.

NOW, THEREFORE, I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 23rd day of APRIL, 2002.



*Matt Blunt*

Secretary of State

\$155.00

## **EXHIBIT B**

### **Registration of Fictitious Name**

**(To be late filed)**

409607



State of Missouri  
Matt Blunt, Secretary of State

No. X \_\_\_\_\_

## Corporations Division

## Registration of Fictitious Name

(Submit in duplicate with filing fee of \$7)

(Must be typed or printed)

This information is for the use of the public and gives no protection to the name. There is no provision in this Chapter to keep another person or business from adopting and using the same name. (Chapter 417, RSMo.)

We, the undersigned, are doing business under the following name, and at the following address:

Business name to be registered: Broadview Net Plus

Business Address: 59 Maiden Lane, 27th Floor

(P.O. Box alone not acceptable)

City, State and Zip Code: New York, New York 10038

The parties having an interest in the business, and the percentage they own are (if a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed):

Name of Owners, Individual or Business Entity	Street and Number	City	State and Zip Code	If listed, Percentage of ownership must equal 100%
Broadview NP Acquisition Corp.	59 Maiden Lane, 27th Floor	New York	NY 10038	100%

Return to: Secretary of State  
Corporations Division  
P.O. Box 778  
Jefferson City, Mo. 65102

(Over)

Corp. #56 (1/1/00)

FILED

MAY 16 2002

Matt Blunt  
SECRETARY OF STATE

The undersigned, being all the parties owning interest in the above company, being duly sworn, upon their oaths each did say that the statements and matters set forth herein are true.

Individual  
Owners  
Sign Here

{ X \_\_\_\_\_ X \_\_\_\_\_  
X \_\_\_\_\_ X \_\_\_\_\_  
X \_\_\_\_\_ X \_\_\_\_\_

If  
Business Entity  
Is  
Owner,  
Authorized  
Person  
Execute  
Here

{ Broadview NP Acquisition Corp.  
Business Name  
Kenneth A. Shulman Kenneth A. Shulman Exec. Vice Pres.  
Authorized Signature Printed Name Title

State of Missouri New York  
County of New York }

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I, John W. Sullivan A Notary Public, do hereby certify that on May 13, 2002  
month/day/year

personally appeared before me Kenneth A. Shulman, and being duly sworn by me, acknowledged that  
he/she signed as his/her own free act and deed the foregoing document in the capacity therein set forth and declared that the statements  
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(Notarial Seal or Stamp)

John W. Sullivan III, Esq.  
Notary Public

My commission expires JOHN W. SULLIVAN III, ESQ.  
My County of Commission Notary Public, State of New York  
No. 02SU6047725  
Qualified in Suffolk County  
Commission Expires September 11, 2002

Corp. #56 (1/1/00)